

INSTRUMENT PREPARED BY  
VIRGINIA GAS AND OIL BOARD

ORDER RECORDED UNDER CODE  
OF VIRGINIA SECTION 45.1-361.26

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB 09/10/20-2617

ELECTIONS, UNIT: VC-537307

(hereinafter "Subject Drilling Unit").

REPORT OF BOARD

FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on November 24, 2009, and recorded in Instrument # 090003638 in the Office of the Clerk of Circuit Court, Buchanan County, Virginia on November 30, 2009, (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
  - (a) The Board Order directed EQT Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
  - (b) The designated operator filed its affidavit of mailing dated January 18, 2010, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;
  - (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the

Designated Operator has filed its affidavit dated July 29, 2010, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;

- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
  - (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN, 37660 (423) 245-6971, Attn: Debbie Davis, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
- 3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, First Bank & Trust Company, P.O. Box 3860, Kingsport, TN, 37660 (423) 245-6971, Attn: Debbie Davis, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
  - 4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that a true and correct copy of this Order was mailed to each person whose interest or claim is subject to escrow and whose address is known.
  - 5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
  - 6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 14 day of April, 2011, by a majority of the Virginia Gas and Oil Board.

Bradley C. Lambert  
Chairman, Bradley C. Lambert

DONE AND PERFORMED this 14 day of April, 2011, by Order of the Board.

David E. Asbury, Jr.  
David E. Asbury, Jr.  
Principal Executive to the Staff  
Virginia Gas and Oil Board

STATE OF VIRGINIA  
COUNTY OF RUSSELL

Acknowledged on this 14<sup>th</sup> day of April, 2011, personally before me a notary public in and for the Commonwealth of Virginia, appeared Bradley C. Lambert, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, and appeared David E. Asbury, Jr., being duly sworn did depose and say that he is Acting Principal Executive to the Staff of the Virginia Gas and Oil Board that they executed the same and were authorized to do so.

Diane J. Davis  
Diane Davis, Notary Public  
174394

My commission expires: September 30, 2012



**VIRGINIA:**

***BEFORE THE VIRGINIA GAS AND OIL BOARD***

IN RE: Application of EQT Production Company, for Forced Pooling of Interests in Unit Number VC-537307 VGOB Docket No. VGOB-09/10/20-2617 in the Prater Magisterial District of Buchanan County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on November 24, 2009, by the Virginia Gas and Oil Board regarding the captioned coalbed methane Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on November 30, 2009.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

<u>Tract(s)</u>	<u>Name</u>	<u>Elected</u>
3	CNX Gas Company Attn: Anita Duty 2481 John Nash Blvd. Bluefield, WV 24701	Participate

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow as either unknown claimants or conflicting claimants under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia; that opposite the name of each person named as a Respondent listed below is set forth:

See Exhibit E

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

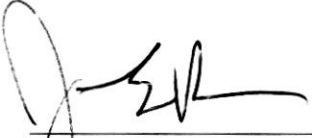
See Exhibit EE

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

See Exhibit B-3


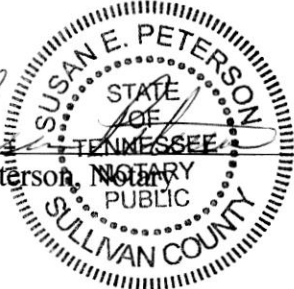
That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant to the terms of §§ 45.1-361.21.D.

Dated at Kingsport, Tennessee, this 29th day of July, 2010.

  
\_\_\_\_\_  
Affiant

State of Tennessee     )  
County of Sullivan     )

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of EQT Production Company, a corporation, on behalf of the corporation, this 29th day of July, 2010.

  
\_\_\_\_\_  
Susan Peterson, Notary  


My commission expires: October 24, 2012.



**SUPPLEMENT "B"**  
**VC-537307**

created 10/12/09

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>
<u>GAS ESTATE ONLY</u>					
1	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased Agreement # 00133 906889 T2-47	49.4100%	29.0400	0.06176250 RI
	EQT Production Company				0.43233750 WI
<b>Tract 1 Totals</b>			0.49410000	29.0400	0.49410000
2	Hurley Ratliff (Life Estate) 1058 Willie Road Vansant, V.A. 24656	Leased 243964	34.7200%	20.4100	0.04340000 RI
	Barbara Crouse and Junior Crouse 1104 Twin Branch road Grundy, VA 24614 Remainderman				
	Linda Duty and Kermit Duty 2584 Hobbs Branch Road Grundy, VA 24614 Remainderman				
	EQT Production Company				0.30380000 WI
<b>Tract 2 Totals</b>			0.34720000	20.4100	0.34720000
3	Fairview Limited Partnership Agent* c/o John C. Irvine 4710 Hunterwood Circle Richmond, TX 77469	Unleased	3.1750%	1.8650	0.00396875 RI
	Richard K. Pobst* 1024 Oxford Drive St. Augustine, FL 32084-1821	Unleased	1.0583%	0.6217	0.00132292 RI
	Cathy Pobst* c/o Professional Accounting Services 111 Postelle Cartersville, GA 30120	Unleased	1.0583%	0.6217	0.00132292 RI
	Meredith E. Jennings* 542 Butler Mill Road Maryville, TN 37803	Unleased	2.1167%	1.2433	0.00264583 RI
	Carol Combs Irvin* and John C. Irvin, W/H 4710 Hunterwood Circle Richmond, TX 77469	Unleased	1.0583%	0.6217	0.00132292 RI
	Martha E. Combs* P O Box 1404 Abingdon, VA 24212	Unleased	1.0583%	0.6217	0.00132292 RI
	Frederick Combs II Trust* c/o Kelly Combs Necessary Trustee P.O. Box 841 Tazewell, VA 24651	Unleased	1.0583%	0.6217	0.00132292 RI

	John W Pobst, Jr.* and Lynda L. Pobst, H/W P O Box 86 Revere, PA 18953	Unleased	1.0583%	0.6217	0.00132292 RI
	Virginia Lee Linwick* and Phillip G. Linwick 4324 South Ball Drive Varadale, WA 99037	Unleased	1.0583%	0.6217	0.00132292 RI
	*Oil & Gas Lessee CNX Gas Company LLC ATTN: Anita Duty 2481 John Nash Blvd Bluefield, WV 24701				
	EQT Production Company				0.11112500 WI
<b>Tract 3 Totals</b>			0.12700000	7.4600	0.12700000

<b>4</b>	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-48	3.1700%	1.8600	0.00396250 RI
	EQT Production Company				0.02773750 WI
<b>Tract 4 Totals</b>			0.03170000	1.8600	0.03170000

**Total Gas Estate** **100.0000%** **58.7700**

Percentage of Unit Leased 87.3000%  
Percentage of Unit Unleased 12.7000%

Acreage in Unit Leased 51.3100  
Acreage in Unit Unleased 7.4600

#### COAL ESTATE ONLY

<b>1</b>	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased Agreement # 00133 906889 T2-47	49.4100%	29.0400	0.06176250 RI
	EQT Production Company				0.43233750 WI
<b>Tract 1 Totals</b>			0.49410000	29.0400	0.49410000
<b>2</b>	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-230	34.7200%	20.4100	0.04340000 RI
	EQT Production Company				0.30380000 WI
<b>Tract 2 Totals</b>			0.34720000	20.4100	0.34720000
<b>3</b>	Levisa Coal Company* c/o John Irvin 4710 Hunterwood Circle Richmond, TX 77469	Unleased	12.7000%	7.4600	0.01587500 RI
	*Oil & Gas Lessee CNX Gas Company LLC ATTN: Anita Duty 2481 John Nash Blvd Bluefield, WV 24701				
	EQT Production Company				0.11112500 WI
<b>Tract 3 Totals</b>			0.12700000	7.4600	0.12700000

8



4	Range Resources-Pine Mountain, INC. ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 T2-48	3.1700%	1.8600	0.00396250 RI
	EQT Production Company				0.02773750 WI
<b>Tract 4 Totals</b>			0.03170000	1.8600	0.03170000
<b>Total Coal Estate</b>			<b>100.00%</b>	<b>58.77</b>	
Percentage of Unit Leased			87.3000%		
Percentage of Unit Unleased			12.7000%		
Acreage in Unit Leased				51.3100	
Acreage in Unit Unleased				7.4600	

**EXHIBIT "B-3"**  
**VC-537307**

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
		<u>Gas Estate Only</u>		
3	Fairview Limited Partnership Agent* c/o John C. Irvine 4710 Hunterwood Circle Richmond, TX 77469	Unleased	3.1750%	1.8650
	Richard K. Pobst* 1024 Oxford Drive St. Augustine, FL 32084-1821	Unleased	1.0583%	0.6217
	Cathy Pobst* c/o Professional Accounting Services 111 Postelle Cartersville, GA 30120	Unleased	1.0583%	0.6217
	Meredith E. Jennings* 542 Butler Mill Road Maryville, TN 37803	Unleased	2.1167%	1.2433
	Carol Combs Irvin* and John C. Irvin, W/H 4710 Hunterwood Circle Richmond, TX 77469	Unleased	1.0583%	0.6217
	Martha E. Combs* P O Box 1404 Abingdon, VA 24212	Unleased	1.0583%	0.6217
	Frederick Combs II Trust* c/o Kelly Combs Necessary Trustee P.O. Box 841 Tazewell, VA 24651	Unleased	1.0583%	0.6217
	John W Pobst, Jr.* and Lynda L. Pobst, H/W P O Box 86 Revere, PA 18953	Unleased	1.0583%	0.6217
	Virginia Lee Linwick* and Phillip G. Linwick 4324 South Ball Drive Varadale, WA 99037	Unleased	1.0583%	0.6217
	*Oil & Gas Lessee CNX Gas Company LLC ATTN: Anita Duty 2481 John Nash Blvd Bluefield, WV 24701			
	<b>Total Unleased Gas</b>		<b>12.7000%</b>	<b>7.4600</b>

**EXHIBIT "B-3"**  
**VC-537307**

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Coal Estate Only</u>				
<b>3</b>	Levisa Coal Company* c/o John Irvin 4710 Hunterwood Circle Richmond, TX 77469  *Oil & Gas Lessee CNX Gas Company LLC ATTN: Anita Duty 2481 John Nash Blvd Bluefield, WV 24701	Unleased	12.7000%	7.4600
<b>Total Unleased Coal</b>			<b>12.7000%</b>	<b>7.4600</b>

**EXHIBIT "E"**  
**VC-537307**

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
2	Hurley Ratliff (Life Estate) 1058 Willie Road Vansant, V.A. 24656	Leased 243964	34.7200%	20.4100
	Barbara Crouse and Junior Crouse 1104 Twin Branch road Grundy, VA 24614 Remainderman			
	Linda Duty and Kermit Duty 2584 Hobbs Branch Road Grundy, VA 24614 Remainderman			
	<b>TOTAL</b>		<b>34.7200%</b>	<b>20.4100</b>
<u>Coal Estate Only</u>				
2	Range Resources-Pine Mountain, II ATTN: Jerry Grantham P.O. Box 2136 Abingdon, VA 24212	Leased 906889 TC-230	34.7200%	20.4100
	<b>TOTAL</b>		<b>34.7200%</b>	<b>20.4100</b>

**EXHIBIT "EE"**  
**VC-537307**

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
<u>Gas Estate Only</u>				
3	Fairview Limited Partnership Agent c/o John C. Irvine 4710 Hunterwood Circle Richmond, TX 77469	Unleased	1.5875%	0.9325
	Richard K. Pobst* 1024 Oxford Drive St. Augustine, FL 32084-1821	Unleased	0.5292%	0.3108
	Cathy Pobst* c/o Professional Accounting Services 111 Postelle Cartersville, GA 30120	Unleased	0.5292%	0.3108
	Meredith E. Jennings* 542 Butler Mill Road Maryville, TN 37803	Unleased	1.0583%	0.6217
	Carol Combs Irvin* and John C. Irvin, W/H 4710 Hunterwood Circle Richmond, TX 77469	Unleased	0.5292%	0.3108
	Martha E. Combs* P O Box 1404 Abingdon, VA 24212	Unleased	0.5292%	0.3108
	Frederick Combs II Trust* c/o Kelly Combs Necessary Trustee P.O. Box 841 Tazewell, VA 24651	Unleased	0.5292%	0.3108
	John W Pobst, Jr.* and Lynda L. Pobst, H/W P O Box 86 Revere, PA 18953	Unleased	0.5292%	0.3108
	Virginia Lee Linwick* and Phillip G. Linwick 4324 South Ball Drive Varadale, WA 99037	Unleased	0.5292%	0.3108
	*Oil & Gas Lessee CNX Gas Company LLC ATTN: Anita Duty 2481 John Nash Blvd Bluefield, WV 24701			
<b>TOTAL</b>			<b>6.3500%</b>	<b>3.7300</b>

**EXHIBIT "EE"**  
**VC-537307**

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>
		<u>Coal Estate Only</u>		
3	Levisa Coal Company* c/o John Irvin 4710 Hunterwood Circle Richmond, TX 77469  *Oil & Gas Lessee CNX Gas Company LLC ATTN: Anita Duty 2481 John Nash Blvd Bluefield, WV 24701	Unleased	6.3500%	3.7300
	<b>TOTAL</b>		<b>6.3500%</b>	<b>3.7300</b>

INSTRUMENT #110001200  
RECORDED IN THE CLERK'S OFFICE OF  
BUCHANAN COUNTY ON  
MAY 20, 2011 AT 03:14PM

BEVERLY S. TILLER, CLERK  
RECORDED BY: SLB

## Hagy, Sharon (DMME)

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**From:** VITASHARE System [vitashare@vita.virginia.gov]  
**Sent:** Thursday, June 09, 2011 2:16 PM  
**To:** Hagy, Sharon (DMME)  
**Subject:** New Transaction VGF6LD85P6Y5XKE4

Transaction details for Sharon Hagy(user shagy\_1) \_\_\_\_\_

Job Id: VGF6LD85P6Y5XKE4

Date: Thu, Jun 9, at 14:16

Transaction Details:

Acknowledge Security Policy: I understand that this system is not intended for sensitive data.

Recipient's Email example- user1@virginia.gov, user2@virginia.gov:

ATolman@eqt.com, gloria.clark@dmme.virginia.gov, KShannon@eqt.com, sep@wilhoitandkaiser.com

Message - Describe file attachment: Please see the recorded Pooling orders for the following dockets: 2803 2804 2859 Also, recorded Supplemental orders for the following dockets: 2617 2618 2374 2691 Thank you, Sharon Hagy sharon.hagy@dmme.virginia.gov 276/415-9700

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